

TULARE LOCAL HEALTHCARE DISTRICT

RESOLUTION NO. \_\_\_\_

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE TULARE LOCAL HEALTHCARE DISTRICT AUTHORIZING THE COMMENCEMENT OF PROCEEDINGS IN CONNECTION WITH THE PROPOSED FINANCING OF CAPITAL IMPROVEMENTS FOR THE DISTRICT, EXPRESSING ITS OFFICIAL INTENT REGARDING CERTAIN CAPITAL EXPENDITURES TO BE REIMBURSED WITH PROCEEDS OF SUCH PROPOSED FINANCING AND RETAINING A MUNICIPAL ADVISOR, BOND COUNSEL AND DISCLOSURE COUNSEL AND DIRECTING CERTAIN ACTIONS WITH RESPECT THERETO**

RESOLVED, by the Board of Directors (the "Board") of the Tulare Local Health Care District(the "District"), as follows:

WHEREAS, the District proposes to finance certain capital projects (collectively, the "Project") described in Exhibit A hereto;

WHEREAS, all or a portion of the expenditures relating to the Project (the "Expenditures") (i) have been paid within the sixty days prior to the passage of this Resolution or (ii) will be paid on or after the passage of this Resolution;

WHEREAS, the District reasonably expects to reimburse itself for the Expenditures with the proceeds of obligations the interest on which will be excluded from the gross income of the owner or owners of such obligations; and

WHEREAS, District staff has investigated financing options and has determined that it is in the best interest of the District to authorize the preparation of the necessary documents to consummate such financing, contingent on subsequent Board approval, and to retain a municipal advisor, bond counsel and disclosure counsel to assist the District;

NOW, THEREFORE, it is hereby DECLARED and ORDERED, as follows:

*Section 1.* The Board authorizes appropriate officers and officials of the District to proceed with the preparation of the necessary documents in connection with the financing, subject to the final approval thereof by the Board at a subsequent meeting.

*Section 2.* The District reasonably expects to reimburse the Expenditures with proceeds from a financing.

*Section 3.* The maximum principal amount of such financing for the Project is \$65,000,000.

*Section 4.* This Resolution is a declaration of official intent to reimburse expenditures pursuant to Treasury Regulations Section 1.150-2.

*Section 5.* Wulff Hansen & Co. is hereby designated as municipal advisor to the District in connection with the financing. The President, the Vice President or the Chief Executive Officer, or the designee thereof, is authorized to enter into an agreement such firm, the compensation for such services to be contingent upon the successful issuance of such bonds.

*Section 6.* Quint & Thimmig LLP, or any successor thereof, is hereby designated as bond counsel in connection with the financing. The President, the Vice President or the Chief Executive Officer, or the designee thereof, is authorized to enter into an agreement with such firm, the compensation for such services to be contingent upon the successful issuance of such financing. If the financing is structured as a public offering, Quint & Thimmig LLP, or any successor thereof, is hereby designated as disclosure counsel in connection with the financing. The President, the Vice President or the Chief Executive Officer, or the designee thereof, is authorized to enter into an agreement with such firm, the compensation for such services to be contingent upon the successful issuance of such financing.

*Section 7.* All actions of the officers, agents and employees of the District that are in conformity with the purposes and intent of this Resolution, whether taken before or after the adoption hereof, are hereby ratified and confirmed.

*Section 8.* This Resolution shall be in full force and effect immediately upon its adoption.

Passed and adopted this \_\_\_ day of January, 2024, by the following votes:

AYES:

NOES:

ABSENT:

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President  
Board of Directors  
Tulare Local Health Care District

ATTEST:

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Secretary  
Board of Directors  
Tulare Local Health Care District

## EXHIBIT A

### DESCRIPTION OF PROJECT

The Project consists of a completion of a portion of the Hospital tower..